

Hearing Date and Time: July 23, 2009 at 10 a.m.

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Investment Company Ltd. and Harbinger  
Capital Partners Master Fund I, Ltd.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re: :  
: Chapter 11  
DELPHI CORPORATION, et. al. : Case No. 05-44481 (RDD)  
: (Jointly Administered)  
Debtors. :  
-----X  
DELPHI CORPORATION, :  
: :  
Plaintiff, :  
: :  
- against - :  
: Adversary Proceeding  
APPALOOSA MANAGEMENT L.P., A-D : Case No. 08-01232 (RDD)  
ACQUISITION HOLDINGS, LLC, HARBINGER :  
DEL-AUTO INVESTMENT COMPANY, LTD., :  
PARDUS DPH HOLDING LLC, MERRILL LYNCH, :  
PIERCE, FENNER & SMITH INCORPORATED, :  
GOLDMAN SACHS & CO., HARBINGER :  
CAPITAL PARTNERS MASTER FUND I, LTD., :  
and PARDUS SPECIAL OPPORTUNITIES :  
MASTER FUND L.P., :  
: :  
Defendants. :  
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**JOINDER OF HARBINGER DEL-AUTO INVESTMENT COMPANY LTD. AND  
HARBINGER CAPITAL PARTNERS MASTER FUND I, LTD. IN THE LIMITED  
OBJECTION AND RESERVATION OF RIGHTS OF APPALOOSA MANAGEMENT  
L.P. AND A-D ACQUISITION HOLDINGS, LLC WITH RESPECT TO THE DEBTORS'  
PLAN MODIFICATION APPROVAL MOTION AND RELATED DOCUMENTS**

Defendants Harbinger Del-Auto Investment Company Ltd. and Harbinger Capital Partners Master Fund I, Ltd. (collectively "Harbinger"), by and through their undersigned counsel, hereby join in the Limited Objection And Reservation Of Rights Of Appaloosa Management L.P. And A-D Acquisition Holdings, LLC With Respect To The Debtors' Plan Modification Approval Motion And Related Documents, dated July 16, 2009 and filed on behalf of Appaloosa Management L.P. and A-D Acquisition Holdings, LLC (the "Appaloosa Objection"), for all the reasons stated therein. Harbinger adopts and incorporates by reference herein the objections, arguments, and reservations of rights contained in the Appaloosa Objection as though specifically set forth herein with respect to Harbinger's counterclaims in Adversary Proceeding No. 08-1232 and its administrative claims against the Debtors.

Dated: New York, New York  
July 16, 2009

KAYE SCHOLER LLP

By: /s/ Myron Kirschbaum  
Myron Kirschbaum  
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